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July 14, 2006

Mary L. Cottrell, Secretary
Department of Telecommunications and Energy
One South Station, 2nd Floor
Boston, MA 02110

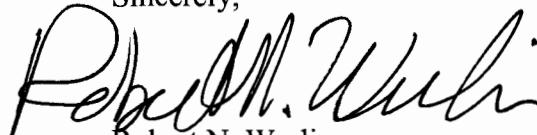
Re: NSTAR Electric Company, D.T.E. 06-40

Dear Secretary Cottrell:

Enclosed for filing is the NSTAR Electric Motion for a Protective Order in the above-referenced case. Also enclosed is a Certificate of Service.

Thank you for your attention to this matter.

Sincerely,



Robert N. Werlin

Enclosures

cc: Joan Foster Evans, Hearing Officer
Service List

COMMONWEALTH OF MASSACHUSETTS

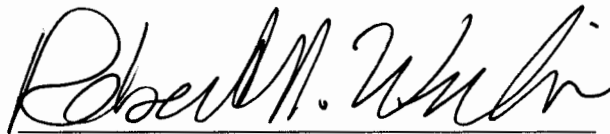
DEPARTMENT OF TELECOMMUNICATIONS AND ENERGY

_____)
Boston Edison Company, Cambridge Electric
Light Company, Canal Electric Company and
Commonwealth Electric Company d/b/a NSTAR Electric
_____)

D.T.E. 06-40

CERTIFICATE OF SERVICE

I certify that I have this day served the foregoing document upon the Department of Telecommunications and parties of record in accordance with the requirements of 220 C.M.R. 1.05 (Department's Rules of Practice and Procedures).



Robert N. Werlin, Esq.
Keegan Werlin LLP
265 Franklin Street
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Dated: July 14, 2006

COMMONWEALTH OF MASSACHUSETTS
DEPARTMENT OF TELECOMMUNICATIONS AND ENERGY

Boston Edison Company, Cambridge Electric Light Company, Canal Electric Company and Commonwealth Electric Company d/b/a NSTAR Electric)))))	D.T.E. 06-40
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**MOTION OF BOSTON EDISON COMPANY, CAMBRIDGE ELECTRIC LIGHT
COMPANY, CANAL ELECTRIC COMPANY AND COMMONWEALTH
ELECTRIC COMPANY FOR A PROTECTIVE ORDER**

I. INTRODUCTION

On May 26, 2006, Boston Edison Company (“Boston”), Cambridge Electric Light Company (“Cambridge”), Canal Electric Company (“Canal”) and Commonwealth Electric Company (“Commonwealth”; together, the “Companies” or “NSTAR Electric”) filed a petition requesting approval from the Department of Telecommunications and Energy (the “Department”), pursuant to G.L. c. 164, § 96, of the proposed merger among and between the Companies to create a single electric company, NSTAR Electric Company. The Department docketed the Companies’ filing as D.T.E. 06-40.

At the June 29, 2006 procedural conference, the Department established a discovery deadline of July 26, 2006 for issuing requests for information from NSTAR Electric. Thus far, the Department has issued three sets of information requests, the Attorney General has issued four sets of information requests and Massachusetts Institute of Technology (“MIT”) has issued one set of information requests. In the Department’s second set, particularly Information Request DTE-2-7, the Department asked NSTAR Electric to supply a copy of maps setting forth the location of Cambridge’s 13.8 kilovolt (“kV”) lines. Because this information identifies critical utility infrastructure and does

not represent a public record under state law, NSTAR Electric requests that a protective order be issued by the Department, that the information be withheld from public disclosure and that it become a part of the sealed record in this proceeding.

II. LEGAL STANDARD

Confidential information may be protected from public disclosure by the Department in accordance with G.L. c. 25, § 5D, which states in part that:

The [D]epartment may protect from public disclosure, trade secrets, confidential, competitively sensitive or other proprietary information provided in the course of proceedings conducted pursuant to this chapter. There shall be a presumption that the information for which such protection is sought is public information and the burden shall be on the proponent of such protection to prove the need for such protection. Where the need has been found to exist, the [D]epartment shall protect only so much of the information as is necessary to meet such need.

In interpreting the statute, the Department has held that:

. . . [T]he burden on the company is to establish the need for protection of the information cited by the company. In determining the existence and extent of such need, the Department must consider the presumption in favor of disclosure and the specific reasons why disclosure of the disputed information benefits the public interest.

The Berkshire Gas Company et al., D.P.U. 93-187/188/189/190, at 16 (1994) as cited in Hearing Officers Ruling On the Motion of Boston Gas Company for Confidentiality, D.P.U. 96-50, at 4 (1996).

In addition to the Department's general authority to protect information from public disclosure, the Massachusetts General Court has provided specific protection for certain kinds of utility infrastructure information by excluding such documents from the definition of a "public record." Specifically, "public records" are defined by statute as:

all books, papers, maps, photographs, recorded tapes, financial statements, statistical tabulations, or other documentary materials or data, regardless of physical form or characteristics, made or received by any officer or

employee of any agency, executive office, department, board, commission, bureau, division or authority of the commonwealth, or of any political subdivision thereof, or of any authority established by the general court to serve a public purpose, unless such materials or data fall within the following exemptions in that they are:

G.L. c. 4, § 7, clause 26 (emphasis added). Among the various exceptions to a public record are:

(n) records, including, but not limited to, blueprints, plans, policies, procedures and schematic drawings, which relate to internal layout and structural elements, security measures, emergency preparedness, threat or vulnerability assessments, or any other records relating to the security or safety of persons or buildings, structures, facilities, utilities, transportation or other infrastructure located within the commonwealth, the disclosure of which, in the reasonable judgment of the record custodian, subject to review by the supervisor of public records under subsection (b) of section 10 of chapter 66, is likely to jeopardize public safety.

G.L. c. 4, § 7, clause 26(n) (emphasis added).

III. ARGUMENT

The Companies request protected treatment for information reflected in the Attachment DTE-2-7(a) and Attachment DTE-2-7(b), which are maps showing the location, layout and details of Cambridge's lines and substations. Public disclosure of the exact location of these facilities, which are an essential part of Cambridge's distribution/transmission facilities serving residents, businesses and other institutions in the City of Cambridge, would be contrary to the public interest and represent an undue risk to public safety. In this post-9/11 age of increased vigilance against potential acts of terrorism and sabotage, extreme care must be exercised to protect sensitive information regarding the location of critical electric distribution infrastructure from unnecessary public disclosure. Indeed, the Legislature has recognized this pressing need by adding clause 26(n) in order to exempt these very types of records from the definition of a public

record through an emergency act in 2002. Attachment DTE-2-7(a) and Attachment DTE-2-7(b) are precisely the kind of sensitive infrastructure information intended to be protected by G.L. c. 4, § 7, clause 26(n). For these reasons, the Department should provide protective treatment for these attachments by allowing this Motion for a Protective Order pursuant to G.L. c. 25, § 5D.

IV. CONCLUSION

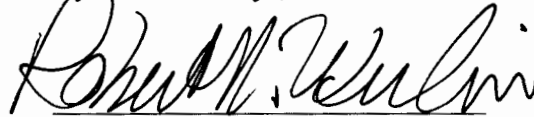
The Companies respectfully request that Attachment DTE-2-7(a) and Attachment DTE-2-7(b) be kept confidential, not be placed in the public docket and be disclosed only to the Department. Parties to the case may request to review the exhibits, subject to the terms of a mutually agreed-to Non-Disclosure Agreement. This approach will allow the Department and parties to the proceeding access to the requested information, while ensuring that proprietary, confidential and sensitive information will remain confidential.

WHEREFORE, for the reasons set forth herein, the Companies respectfully request that the Department allow the Companies' Motion for a Protective Order.

Respectfully submitted,

**BOSTON EDISON COMPANY
CAMBRIDGE ELECTRIC LIGHT COMPANY
COMMONWEALTH ELECTRIC COMPANY
CANAL ELECTRIC COMPANY**

By their attorneys,

A handwritten signature in black ink, appearing to read "Robert N. Werlin", is written over a horizontal line.

Robert N. Werlin
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Erika J. Hafner
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Dated: July 14, 2006